

ACTUATE CORP
Form 3/A
August 26, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>Â Boudraa Dylan</p> <p>(Last) (First) (Middle)</p> <p>951 MARINERS ISLAND BOULEVARD</p> <p>(Street)</p> <p>SAN MATEO, Â CA Â 94404</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>07/01/2013</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>ACTUATE CORP [ACTU]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)</p> <p>SVP</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>08/06/2013</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock ⁽¹⁾ ⁽²⁾	17,596	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Title			

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		Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Option (right to buy)	01/24/2007 ⁽³⁾	01/24/2016	Common Stock	5,885	\$ 3.59	D	Â
Option (right to buy)	01/24/2008 ⁽⁴⁾	01/24/2017	Common Stock	5,000	\$ 5.11	D	Â
Option (right to buy)	01/29/2009 ⁽⁵⁾	01/29/2018	Common Stock	4,000	\$ 6.1	D	Â
Option (right to buy)	01/31/2010 ⁽⁶⁾	01/31/2019	Common Stock	6,000	\$ 3.56	D	Â
Option (right to buy)	01/26/2011 ⁽⁷⁾	01/26/2020	Common Stock	25,000	\$ 4.8	D	Â
Option (right to buy)	01/28/2012 ⁽⁸⁾	01/28/2021	Common Stock	35,000	\$ 5.48	D	Â
Option (right to buy)	01/27/2013 ⁽⁹⁾	01/27/2022	Common Stock	100,000	\$ 6.3	D	Â
Option (right to buy)	01/27/2014 ⁽¹⁰⁾	01/30/2023	Common Stock	30,000	\$ 5.55	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Boudraa Dylan 951 MARINERS ISLAND BOULEVARD SAN MATEO, CA 94404	Â	Â	Â SVP	Â

Signatures

/s/ Dylan Boudraa
08/26/2013

__Signature of Reporting Person
Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Includes 15,000 shares of the Issuer's common stock underlying restricted stock units ("RSUs") awarded to the Reporting Person. The RSUs will vest in a series of four successive equal annual installments, with the first installment to vest on March 2, 2014 and the remaining installments to vest on the second, third and fourth anniversaries of the January 30, 2013 award date, provided the Reporting Person remains in the Issuer's service through each such date, subject to accelerated vesting upon the Reporting Person's termination of employment under certain prescribed circumstances within 12 months following certain changes in ownership or control of the Issuer or during the period commencing with the Issuer's execution of a definitive agreement to effect a change in control and ending on the earlier to occur of (i) the closing of the change in control transaction or (ii) the termination of such definitive agreement.
- (1) Person remains in the Issuer's service through each such date, subject to accelerated vesting upon the Reporting Person's termination of employment under certain prescribed circumstances within 12 months following certain changes in ownership or control of the Issuer or during the period commencing with the Issuer's execution of a definitive agreement to effect a change in control and ending on the earlier to occur of (i) the closing of the change in control transaction or (ii) the termination of such definitive agreement.
 - (2) Unless the Reporting Person elects to defer the issuance of the shares until the Reporting Person's separation from service from the Issuer, the shares of the Issuer's common stock will be issued as the RSUs vest.

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- (3) Option becomes exercisable as to 1/4 of the option shares after one year from the vesting commencement date and for the balance in a series of equal monthly installments over the following 36 months.
- (4) Option becomes exercisable as to 1/4 of the option shares after one year from the vesting commencement date and for the balance in a series of equal monthly installments over the following 36 months.
- (5) Option becomes exercisable as to 1/4 of the option shares after one year from the vesting commencement date and for the balance in a series of equal monthly installments over the following 36 months.
- (6) Option becomes exercisable as to 1/4 of the option shares after one year from the vesting commencement date and for the balance in a series of equal monthly installments over the following 36 months.
- (7) Option becomes exercisable as to 1/4 of the option shares after one year from the vesting commencement date and for the balance in a series of equal monthly installments over the following 36 months.
- (8) Option becomes exercisable as to 1/4 of the option shares after one year from the vesting commencement date and for the balance in a series of equal monthly installments over the following 36 months.
- (9) Option becomes exercisable as to 1/4 of the option shares after one year from the vesting commencement date and for the balance in a series of equal monthly installments over the following 36 months.
- (10) Option becomes exercisable as to 1/4 of the option shares after one year from the vesting commencement date and for the balance in a series of equal monthly installments over the following 36 months.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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